

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re :
SEARS HOLDINGS CORPORATION, *et al.*, : Chapter 11
Debtors.¹ : Case No. 18-23538 (RDD)
: (Jointly Administered)

NOTICE OF SUBSTANTIAL SECURITY OWNERSHIP

PLEASE TAKE NOTICE that, pursuant to that certain *Interim Order Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in, and Claims Against, the Debtors and Claiming Certain Worthless Stock Deductions*, dated October 16, 2018, Docket No. 109 (with all exhibits thereto, the “**Interim Order**”), Thomas J. Tisch (the “**Filer**”) hereby provides notice that, as of the date hereof, the Filer beneficially owns:

- (i) [REDACTED] shares of Common Stock,²
 - (ii) [REDACTED] interests in a Debtor treated as stock (“**Other Interests**”), and

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in Exhibit 1 to the Interim Order.

(iii) [REDACTED] options to acquire Common Stock that constitute beneficial ownership of Common Stock under the Interim Order.³

PLEASE TAKE FURTHER NOTICE that the taxpayer identification number of the Filer is [REDACTED].

PLEASE TAKE FURTHER NOTICE that the following table sets forth the following information:

For Common Stock, Other Interests and/or Options to acquire Common Stock that are owned directly by the Filer, the table below sets forth (a) the number of such shares, the number of such interests and/or the number of shares underlying Options beneficially owned by such Filer and (b) the date(s) on which such shares and/or Options were acquired (categorized by class, as applicable).

In the case of Common Stock and/or Options to acquire Common Stock that are not owned directly by the Filer but are nonetheless beneficially owned by the Filer, the below table sets forth (a) the name(s) of each record or legal owner of such shares of Common Stock, Other Interests and/or Options to acquire shares of Common Stock that are beneficially owned by the Filer, (b) the number of shares of Common Stock, the number of interests and/or the number of shares of Common Stock underlying Options beneficially owned by such Filer, and (c) the date(s) on which such Common Stock, Other Interests and/or Options were acquired (categorized by class, as applicable).

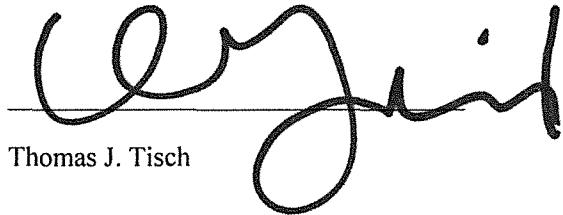


Class	Name of Owner	Shares/Number of Interests Owned	Shares/Number of Interests Underlying Options Owned	Date(s) Acquired
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]
Common Stock	[REDACTED]	[REDACTED]		[REDACTED]

The Filer is represented by Sullivan & Cromwell LLP, 125 Broad Street, New York, NY 10004, (212) 558-4000, (Attn: Andrew S. Mason, Isaac J. Wheeler).

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Respectfully submitted,



Thomas J. Tisch

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Date: November 5, 2018